



ARIZONA STATE RETIREMENT SYSTEM

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*Paul Matson
Director*

MINUTES PUBLIC MEETING ARIZONA STATE RETIREMENT SYSTEM BOARD

**Tuesday, August 28, 2012
9:00 A.M., MST**

The Arizona State Retirement System (ASRS) Board met in the 14th Floor Conference Room, 3300 N. Central Avenue, Phoenix, Arizona. Mr. Tom Manos, Chair of the ASRS Board, called the meeting to order at 9:02 A.M., MST.

The meeting was teleconferenced to the ASRS office at 7660 E. Broadway, Tucson, Arizona.

1. Call to Order; Roll Call; Opening Remarks

Present: Mr. Tom Manos, Chair (via teleconference)
Mr. Mike Smarik, Vice-chair (via teleconference)
Mr. Tom Connelly (via teleconference)
Professor Dennis Hoffman (via teleconference)
Mr. Brian McNeil (via teleconference)
Mr. Jeff Tyne (via teleconference)

Absent: Mr. Kevin McCarthy

Two vacant positions.

A quorum was present for the purpose of conducting business.

2. Presentation, Discussion and Appropriate Action Regarding Potential Securities Litigation Relating to Pfizer, Inc.

Mr. Tom Manos, Board Chair introduced the topic. Mr. Paul Matson, Director, discussed the Private Securities Litigation Reform Act of 1995 (PSLRA) and the process in securities class action lawsuits. Mr. Matson noted, in 2004, the ASRS began to develop a securities litigation process or policy. In 2008, the Board approved the Securities Litigation Policy which established the Securities Litigation Oversight Committee (SLOC), the ASRS committee with the responsibility and authority to oversee and recommend securities litigation actions. Mr. Matson explained the SLOC is chaired by the Executive Director and consists of the Director, the Chief Investment Officer, the Chairman of the Investment Committee, or his/her designee, as voting members, and an Arizona Assistant Attorney General as an advisory member. The ASRS has established and maintained a relationship with qualified law firms with demonstrated experience in securities litigation, in accordance with the Policy. These law firms monitor ASRS investment holdings via files from the custodian bank and evaluate cases in which the ASRS is a possible class member and quantify the estimated impact (losses) sustained.

Motion: Professor Dennis Hoffman moved to go into executive session. Mr. Brian McNeil seconded the motion.

By a vote of 6 in favor, 0 opposed, 0 abstentions, 1 excused, and 2 vacancies, the motion was approved.

The Board reconvened to regular session at 9:35 a.m.

Motion: Mr. Tom Connelly moved to authorize the Director to:

1. Opt-out of the class action litigation against Pfizer, and
2. Pursue a direct action including but not limited to selecting and recommending legal representation and determining strategy, and
3. Utilize the SLOC (Securities Litigation Oversight Committee) for continuous advice and input, and
4. Periodically inform the Board of significant events or non-events, and
5. Accept a settlement or judgment.

Professor Dennis Hoffman seconded the motion.

By a vote of 6 in favor, 0 opposed, 0 abstentions, 1 excused, and 2 vacancies, the motion was approved.

3. The next ASRS Board meeting is scheduled for Friday, September 21, 2012, at 8:30 A.M., at 3300 N. Central Avenue, 10th Floor Board room, Phoenix, Arizona.

4. Adjournment of the ASRS Board

Mr. Manos adjourned the Board meeting at 9:36 A.M.

ARIZONA STATE RETIREMENT SYSTEM

Lisa Maddox
Board Secretary

Date

Paul Matson
Director

Date